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**By Fax and ECF**

August 22, 2014

Honorable Naomi Reice Buchwald  
Daniel Patrick Moynihan United States Courthouse  
500 Pearl Street  
New York, New York 10007-1312

Re: *In re Intercept Pharm., Inc. Sec. Litig.*, 14 Civ. 1123

Dear Judge Buchwald,

We represent defendants Intercept Pharmaceuticals, Inc., Mark Pruzanski, and David Shapiro (collectively, "Defendants") in the above-referenced action.

On August 14, 2014, Defendants filed a motion to dismiss the consolidated amended complaint. In response to a request from the Court on August 15, 2014, the parties have conferred and agreed on the following due dates:

- Plaintiffs' opposition brief: September 22, 2014
- Defendants' reply brief: October 13, 2014

We appreciate the Court's attention to this matter. Please do not hesitate to let me know if we can be of further assistance.

Respectfully submitted,



Michael G. Bongiorno

CC: David A. Rosenfeld; Trig Smith